



Wednesday, 20 March 2019

Berlin, Germany

Welcome! This is the second Annual General Meeting of the ICRS.

The stated goal of the Corporation is to reach decisions by consensus of Regulatory and Partner members. Input of Associate members is valued and sought.

GOOD TO KNOW:

Who can attend:	The meeting is open to all
Who can speak:	Regulatory and Partner Member representatives who have been properly registered, Associate members as recognized by the Chair
Who can vote:	Designated representative of each Regulatory member
Quorum:	A majority of the Regulatory members entitled to vote at the meeting
Ordinary resolution:	Majority of votes cast (50% plus 1)
Special resolution:	Two thirds of votes cast

ABOUT ELECTIONS

From the ICRS Bylaws:

Eligible representatives of Regulatory members:

those who, at the time of election, presently serve or in the past three years (36 months) have served as a director, officer, or executive staff member of a Regulatory member organization.

Officers: the chair, vice-chair, and secretary-treasurer shall be elected by the board of directors to a two year term by ordinary resolution at an annual meeting of the Corporation.

Vacancy on the Board

In the absence of a written agreement to the contrary, the board of directors may remove, whether for cause or without cause, any director of the Corporation. Unless so removed, a director shall hold office until the earlier of:

- the director's successor being appointed by the Regulatory member,
- the director's resignation, or
- such director's death.

Vacancy of Officers

In the event of a vacancy in the office of the chair, the vice-chair shall immediately assume the title and responsibilities of the office.

In the event of vacancies in the offices of vice-chair or secretary-treasurer, the directors may, by resolution,

appoint an eligible person to serve until the next annual meeting of the Corporation.

These officers may not serve for more than two consecutive terms in the same office and one person may not hold more than one of these offices. Officers are seated at the close of the annual meeting following their election.

From the Canadian Non-Profit Regulations:

Qualifications of directors

126 (1) The following persons are disqualified from being a director of a corporation:

- anyone who is less than 18 years of age;
- anyone who has been declared incapable by a court in Canada or in another country;
- a person who is not an individual; and
- a person who has the status of a bankrupt.

Membership

(2) Unless the by-laws otherwise provide, a director of a corporation is not required to be a member of the corporation.

No alternate directors

(3) No person shall act for an absent director at a meeting of directors.

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MOTIONS will be recorded as either Ordinary Resolutions or Special Resolutions.

AGENDA

1. Call to order, roll call, and declaration of quorum
2. Approval of agenda
3. Introductions
4. Draft Policy on Observers - Discussion
5. Financial Report
 - a. Draft Outline of Financial Policies - Discussion
 - b. DRAFT MOTION: For ICRS Fiscal Year 2018, because of the limited funds and transactions, the membership agrees to accept the financial data in the reports as presented in lieu of appointing a public accountant.
Requires unanimous vote
6. Presentation of Member Certificates / Discussion: "Founding Member" designation
7. Future Forums and Annual General Meetings
 - a. Discussion: 2020 (WFC Education conference is tentatively scheduled for San Francisco in late October or early November. Seeking info from ECU and others.)
 - b. WFC **2021: 10 May** – Tokyo, Japan
8. Member Reports: Significant achievement, challenges
9. Election: Secretary/Treasurer
10. New Business / Open Session
11. Announcements
12. Motion to Adjourn

DRAFT MOTION: To adjourn the ICRS 2019 Annual Business Meeting.
Requires majority vote. Chair must declare the meeting adjourned.